

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

Related Docket Nos. 69, 783, 893

**THIRD SUPPLEMENTAL DECLARATION OF
JANE VANLARE IN SUPPORT OF APPLICATION
FOR ENTRY OF ORDERS AUTHORIZING EMPLOYMENT AND
RETENTION OF CLEARY GOTTlieb STEEN & HAMILTON LLP
AS COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION**

I, Jane VanLare, do hereby declare as follows:

1. I am a member of the firm of Cleary Gottlieb Steen & Hamilton LLP (“Cleary Gottlieb” or the “Firm”),² which maintains an office for the practice of law at, among other places, One Liberty Plaza, New York, New York 10006.

2. I am an attorney at law admitted to practice before the courts of the State of New York and the United States District Courts for the Southern and Eastern Districts of New York.

3. I submit this declaration (the “Third Supplemental Declaration”) in connection with (i) the *Debtors’ Application for an Order Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (or equivalent identifier), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 175 Greenwich Street, Floor 38, New York, NY 10007.

² Capitalized terms not defined herein shall have the meaning ascribed to the them in the Initial Debtors’ Application.

Nunc Pro Tunc *to the Petition Date* (ECF No. 69) (the “Debtors’ Application”) and (ii) the *Declaration of Sean A. O’Neal in Support of the Debtors’ Application for an Order Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession Nunc Pro Tunc to the Petition Date* attached as Exhibit A to the Debtors’ Application (the “Initial Declaration”).³ This Court approved the Debtors’ Application on February 24, 2023. ECF No. 103. Unless otherwise stated in this Third Supplemental Declaration, I have personal knowledge of the facts set forth herein.

4. In the Initial Declaration, Cleary Gottlieb represented that it would provide reasonable notice to the Debtors, the U.S. Trustee and the Committee of Unsecured Creditors (the “Committee”) before implementing any billing rate increases (other than step up increases for individual timekeepers) and would file any such notice with the Court. Initial Declaration ¶ 24. Prior to this Third Supplemental Declaration, Cleary has provided and now provides notice to the Debtors, the U.S. Trustee and the Committee of Unsecured Creditors of the following increased rates, effective for services rendered as of January 1, 2024:

Partners	\$1,410 – 2,400
Counsel	\$1,315– 1,605
Senior Attorneys	\$1,290 – 1,515
Associates	\$770 – 1,275
Paralegals	\$390 – 520

³ On October 6, 2023, Cleary Gottlieb filed the *Supplemental Declaration of Jane VanLare in Support of Applications for Entry of Orders Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession* (the “First Supplemental Declaration”) (ECF No. 783) and on November 6, 2023, Cleary Gottlieb filed the *Second Supplemental Declaration of Jane VanLare in Support of Applications for Entry of Orders Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession* (the “Second Supplemental Declaration”) (ECF No. 893). This Third Supplemental Declaration is submitted in connection with the Debtors’ Application and the Initial Declaration and further supplements the information disclosed in the First Supplemental Declaration and the Second Supplemental Declaration.

5. Cleary Gottlieb has increased its billing rates to reflect economic and other conditions and the billing rates are consistent with rates charged elsewhere. The Debtors have consented to the increase in billing rates reflected above.

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on March 3, 2023
New York, New York

/s/ Jane VanLare
Jane VanLare